

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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|--|---|
| -----X                                     |   |
| JOHN FENNINGER, Individually and On Behalf | : |
| of All Others Similarly Situated,          | : |
|  | : |
| Plaintiff,                                 | : |
|  | : |
| vs.  | : |
|  | : |
| TAKE-TWO INTERACTIVE SOFTWARE,             | : |
| INC., PAUL EIBELER, KARL H. WINTERS,       | : |
| and GARY LEWIS,                            | : |
|  | : |
| Defendants.                                | : |
| -----X                                     |   |

Civil Action No.: 1:06-cv-00803-SWK

Judge Shirley Wohl Kram

**[REPOSED] ORDER CONSOLIDATING THE RELATED  
ACTIONS, APPOINTING THE NEW YORK CITY PENSION FUNDS AS LEAD  
PLAINTIFFS AND APPROVING LEAD PLAINTIFFS' SELECTION OF LEAD  
COUNSEL**

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| USDC SDNY<br>DOCUMENT<br>ELECTRONICALLY FILED<br>DOC #:<br>DATE FILED: 7/12/06 |
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-----X  
DAVID ANDREWS, Individually and On Behalf  
of All Others Similarly Situated,

Plaintiff,

vs.

TAKE-TWO INTERACTIVE SOFTWARE,  
INC., PAUL EIBELER, KARL H. WINTERS,  
and GARY LEWIS,

Defendants.  
-----X

MAX KAPLAN, Individually and On Behalf of  
All Others Similarly Situated,

Plaintiff,

vs.

TAKE-TWO INTERACTIVE SOFTWARE,  
INC., PAUL EIBELER, KARL H. WINTERS,  
and GARY LEWIS,

Defendants.  
-----X

DAVID TOTH, Individually and On Behalf of All  
Others Similarly Situated,

Plaintiff,

vs.

TAKE-TWO INTERACTIVE SOFTWARE,  
INC., PAUL EIBELER, KARL H. WINTERS,  
and GARY LEWIS,

Defendants.  
-----X

Civil Action No.: 1:06-cv-00987-SWK

Judge Shirley Wohl Kram

Civil Action No.: 1:06-cv-01131-SWK

Judge Shirley Wohl Kram

Civil Action No.: 1:06-cv-01733-SWK

Judge Shirley Wohl Kram

Having considered the motion of the New York City Pension Funds (referred to as “Movants” or “NYC Funds”) to consolidate actions, to be appointed lead plaintiffs and for approval of lead plaintiffs’ selection of lead counsel, the Memorandum of Law in support thereof, the Declaration of Jonathan Plasse in support of that motion, and good cause appearing therefore,

IT IS HEREBY ORDERED THAT:

1. The motion of the NYC Funds is granted.
2. The above-captioned actions are consolidated for all purposes (the “Consolidated Action”). This Order (the “Order”) shall apply to the Consolidated Action and to each case that relates to the same subject matter that is subsequently filed in this Court or is transferred to this Court and is consolidated with the Consolidated Action.
3. A Master File is established for this proceeding. The Master File shall be Civil Action No. 1:06-cv-00803-SWK. The Clerk shall file all pleadings in the Master File and note such filings on the Master Docket.
4. An original of this Order shall be filed by the Clerk in the Master File.
5. The Clerk shall mail a copy of this Order to counsel of record in the Consolidated Action.
6. Every pleading in the Consolidated Action shall have the following caption:

|                              |                                   |
|------------------------------|-----------------------------------|
| _____ )                      |                                   |
| IN RE TAKE-TWO INTERACTIVE ) | Civil Action No.1:06-cv-00803-SWK |
| SECURITIES LITIGATION )      |                                   |
| _____ )                      |                                   |

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7. The Court requests the assistance of counsel in calling to the attention of the Clerk of this Court the filing or transfer of any case that might properly be consolidated as part of the Consolidated Action.

8. When a case that arises out of the same subject matter of the Consolidated Action is hereinafter filed in this Court or transferred from another Court, the Clerk of this Court shall:

- a. File a copy of this Order in the separate file for such action;
- b. Mail a copy of this Order to the attorneys for the plaintiff(s) in the newly filed or transferred case and to any new defendant(s) in the newly-filed case; and
- c. Make the appropriate entry in the Master Docket for the Consolidated Action.

9. Each new case that arises out of the subject matter of the Consolidated Action which is filed in this Court or transferred to this Court, shall be consolidated with the Consolidated Action, and this Order shall apply thereto, unless a party objects to consolidation, as provided for herein, or any provision of this Order, within ten (10) days after the date upon which a copy of this Order is served on counsel for such party, by filing an application for relief, and this Court deems it appropriate to grant such application. Nothing in the forgoing shall be construed as a waiver of the defendants' right to object to consolidation of any subsequently filed or transferred related action.

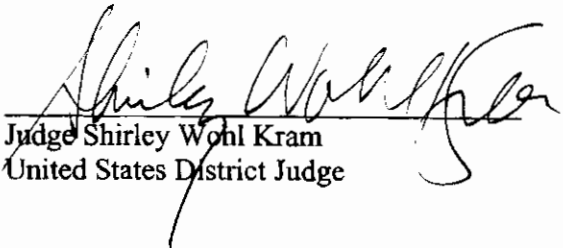
10. The NYC Funds are appointed to serve as Lead Plaintiffs in the above-captioned Consolidated Action pursuant to 15 U.S.C. §78u-4(a)(3)(B).

11. The law firm of Labaton Sucharow & Rudoff LLP is hereby approved as lead counsel for the Class. Lead counsel shall have the authority to speak for all plaintiffs and class

members in all matters regarding the litigation including, but not limited to, pre-trial proceedings, motion practice, trial and settlement.

IT IS SO ORDERED.

This 12 day of July, 2006.

  
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Judge Shirley Wohl Kram  
United States District Judge